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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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APPLICATION UNDER LOCAL BANKRUPTCY  
RULE 2090-1(b) FOR ADMISSION *PRO HAC VICE*

("PRO HAC VICE APPLICATION")

1. Kayalyn A. Marafioti ("Movant"), a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States Bankruptcy Court for the Southern District of New York and a partner with Skadden, Arps, Slate, Meagher and Flom LLP ("Skadden, Arps"), hereby submits this application (the "Application") for an order permitting David E. Springer of Skadden, Arps to practice pro hac vice before the United States Bankruptcy Court for the Southern District of New York, to appear and represent Delphi Corporation and certain of its subsidiaries and affiliates, the debtors and debtors-in-possession (collectively, the "Debtors"), under Rule 2090-1(b) of the Local Bankruptcy Rules of the Southern District of New York (the "Local Rules"). In support of the Application, the Movant states as follows:

2. David E. Springer is a partner at Skadden, Arps and has appeared regularly before numerous bankruptcy and district courts across the country. Based on the annexed certification, Mr. Springer is admitted, practicing and in good standing as a member of the bar of the State of Illinois, the United States District Courts for the Northern District of Illinois and the Western District of Wisconsin, the United States Courts of Appeals for the Federal, First, Third, Fourth, Fifth, Seventh, Eighth, and D.C. Circuits, and the United States Supreme Court. Mr. Springer has been practicing law since 1977. There are no disciplinary proceedings pending against Mr. Springer.

3. The Movant requests that this Court allow this Application so that the Mr. Springer may file pleadings and appear and be heard at hearings in the above-referenced chapter 11 cases.

4. Pursuant to the annexed certificate, Mr. Springer submits to the disciplinary jurisdiction of this Court for any alleged misconduct that occurs in the course, or the preparation,

of these cases. In addition, as indicated on the attached certificate, Mr. Springer has acquired or has access to a copy of the Local Bankruptcy Rules and is generally familiar with such rules.

5. Mr. Springer has paid a fee of \$25 upon filing of the Application.

Memorandum Of Law

6. Because the legal points and authorities upon which this Application relies are incorporated herein, the Debtors respectfully request that the requirement of the service and filing of a separate memorandum of law under Local Rule 9013-1(b) be deemed satisfied.

WHEREFORE, the Movant respectfully requests that this Court enter an order (a) permitting David E. Springer to appear pro hac vice in association with the Movant as counsel for the Debtors in these chapter 11 cases and (b) granting the Debtors such other and further relief as is just.

Dated: New York, New York  
November 28, 2005

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: s/ Kayalyn A. Marafioti  
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CERTIFICATE

The undersigned certifies that he is eligible for admission to this Court, is admitted to practice, and is in good standing in the jurisdictions set forth in the Application, submits to the disciplinary jurisdiction of this Court for any alleged misconduct that arises in the course, or the preparation of, these chapter 11 cases pursuant to Local Bankruptcy Rules for the Southern District of New York, and has acquired or has access to a copy of such rules and is generally familiar with such rules.

Dated: New York, New York  
November 28, 2005

s/ David E. Springer  
David E. Springer  
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